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16 *Ultimate Fighting Championship and UFC*

17 UNITED STATES DISTRICT COURT  
18 DISTRICT OF NEVADA

19  
20 Cung Le, Nathan Quarry, Jon Fitch, Brandon  
21 Vera, Luis Javier Vazquez, and Kyle  
Kingsbury on behalf of themselves and all  
others similarly situated,

22 Plaintiffs,

23 v.

24 Zuffa, LLC, d/b/a Ultimate Fighting  
25 Championship and UFC,

26 Defendant.

Case No.: 2:15-cv-01045-RFB-(PAL)

**DECLARATION OF NICHOLAS A.  
WIDNELL IN SUPPORT OF ZUFFA,  
LLC'S MOTION TO SEAL PORTIONS  
OF PLAINTIFFS' OPPOSITION TO  
ZUFFA, LLC'S MOTION FOR  
PARTIAL SUMMARY JUDGMENT AS  
TO PLAINTIFF NATHAN QUARRY  
ON STATUTE OF LIMITATIONS  
GROUND AND RELATED  
DOCUMENTS**

1 I, Nicholas A. Widnell, declare as follows:

2 1. I am an attorney admitted to practice before the courts in the District of Columbia  
3 and am admitted Pro Hac Vice to practice before this Court. I am Counsel in the law firm Boies  
4 Schiller Flexner LLP, and counsel to Defendant Zuffa, LLC ("Zuffa") in this case.

5 2. I make this declaration in support of Zuffa's Motion to Seal Portions Of Plaintiffs'  
6 Opposition To Zuffa, LLC'S Motion for Partial Summary Judgment As to Plaintiff Nathan  
7 Quarry on Statute Of Limitations Grounds And Related Documents ("Zuffa Sealing Motion").  
8 Based on my review of the files and records in this case, I have firsthand knowledge of the  
9 contents of this declaration and could testify thereto.

10 3. Zuffa seeks to file four exhibits under seal in their entirety and seeks to redact one  
11 exhibit in part. In addition, Zuffa seeks to redact portions of Plaintiffs' Opposition to Zuffa's  
12 Motion for Partial Summary Judgment As to Plaintiff Nathan Quarry on Statute Of Limitations  
13 Grounds ("Plaintiffs' Opposition"). This declaration is submitted to provide the factual and legal  
14 support for the filing of this material.

15 4. Unless otherwise noted, all references to exhibits below refer to exhibits to the  
16 Declaration of Matthew S. Weiler in Support of Plaintiffs' Motion for Leave to Lodge Materials  
17 Under Seal Re Opposition to Zuffa's Motion for Partial Summary Judgment As to Plaintiff  
18 Nathan Quarry on Statute Of Limitations Grounds ("Weiler Declaration").

19 5. Federal Rule of Civil Procedure 26(c) provides that the Court may "issue an order  
20 to protect a party of person from annoyance, embarrassment, oppression or undue burden or  
21 expense" by "requiring that a trade secret or other confidential research, development, or  
22 commercial information not be revealed or be revealed only in a specific way." In addition,  
23 documents filed in connection with a summary judgment motion may be sealed if there are  
24 "compelling reasons" to seal those documents. *Kamakana v. City & Cty. of Honolulu*, 447 F.3d  
25 1172, 1179 (9th Cir. 2006) (citation omitted).

26 6. Exhibits 6, 14, 18, and 19 as well as portions of Exhibit 3 contain highly  
27 confidential and commercially sensitive trade secret and financial information regarding Zuffa's  
28

1 contracts with licensees, sponsors, athletes, royalty rates, minimum guarantees and other highly  
2 commercially sensitive payment terms.

3 7. With respect to paragraph 6 above, it is my understanding that Zuffa treats its  
4 signed and executed contracts, as well as payments and purchases made as a result of those  
5 agreements, as highly confidential trade secret information. Disclosure of this information, which  
6 includes specific financial terms, benefits, and obligations negotiated with sponsors and licensees  
7 could and very likely would provide competitors with unfair and damaging insights into Zuffa's  
8 business practices.

9 8. I further understand that as a private company, Zuffa does not publicly disclose  
10 information relating to profitability, revenue, and other related information. I also understand that  
11 Zuffa zealously guards its private profitability, revenue, and related information and that  
12 disclosure of that information would very likely provide competitors with insights they could use  
13 to gain damaging and unfair competitive advantages over Zuffa.

14 9. Marshall Zelaznik testified at a February 8, 2017 deposition noticed by Plaintiffs.  
15 Mr. Zelaznik appeared at the deposition pursuant to Plaintiffs' Subpoena to Testify at a  
16 Deposition in a Civil Action issued from this Court on January 19, 2017.

17 10. Exhibit A to this declaration is a true and correct copy, with redactions added and  
18 portions of the transcript emphasized by red boxes in accordance with Exhibit 3, of excerpts of  
19 the February 8, 2017 Deposition of Marshall Zelaznik.

20 11. Exhibit B to the declaration is a true and correct copy, with redactions made in  
21 accordance with the Zuffa Sealing Motion, of Plaintiffs' Opposition.

22  
23 I declare under penalty of perjury under the laws of the United States of America that the  
24 foregoing facts are true and correct. Executed this 29th day of March, 2017, in Washington, DC.

25  
26 /s/ Nicholas A. Widnell

27 Nicholas A. Widnell